FILE NO. 82-34736

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SKADDEN, ARPS, SLATE, MEAGHER & FLOM LLP

04 277 - 3 77 7:21

525 UNIVERSITY AVENUE PALO ALTO, CALIFORNIA 94301-1908

> TEL: (650) 470-4500 FAX: (650) 470-4570 www.skadden.com

04024152

April 7, 2004

BY HAND DELIVERY

Securities and Exchange Commission Division of Corporation Finance Office of International Corporate Finance Judiciary Plaza 450 Fifth Street, N.W. Washington, D.C. 20549

Re: The Sage Group plc Application for Exemption pursuant to Rule 12g3-2(b) under the Securities Exchange Act of 1934

PROCESSED

THOMSON

Ladies and Gentlemen:

Regarding the above referenced application for exemption, which was submitted to your office on June 16, 2003 and last updated on February 6, 2004, enclosed please find a seventh update thereto as required by Rule 12g3-2(b)(1)(iii) of the Securities Exchange Act of 1934. The update consists of (i) seven Companies House Filings, which fall under Annex B, Item 5 of the above referenced exemption application, and (ii) four releases on the Regulatory News Service of the London Stock Exchange as required by the UK Listing Authority, which fall under Annex C of the above referenced exemption application.

Please do not hesitate to call me at (650) 470-4585 with any questions regarding this update to the exemption application.

Very truly yours,

Kambiz Izadi

Enclosures

cc: Michael Robinson

Company Secretary and Group Legal Director

The Sage Group plc

04 APR -3 7:21

UPDATE TO ANNEX B, ITEM 5

30/3/20

04 REN_ 1

The Company Secretary
THE SAGE GROUP PLC.
Sage House
Benton Park Road
Newcastle Upon Tyne
NE7 7LZ

19542-01505



Crown Way Cardiff CF14 3UZ Tolophono 0870 3333636 Fax 029 2038 0900 OX 33050 Cerdiff

Jur Ref 2231246/09/28 cate 24th February 2004

2004 Annual Return for Company Number 2231246

Your company's 2004 Annual Return is attached to this letter. It shows the information Companies House held on 21st February 2004 about your company and makes provision for you to enter certain details that are not already held.

Wh you should do

Check the information already pre-printed on the Annual Return
Enter any changes to that information in the spaces provided
Complete section 3 and provide a full list of shareholders or, list of changes to the
company shareholders as appropriate
Complete and sign the Declaration
Return the full Annual Roturn and your shareholder list, if appropriate, with the fee
payment.

mportant dates

Pleace make cure that the information you give us:

Confirms your company's details as at 14th March 2004 the return date
Reaches Companies House by 11th April 2004 at the latest

Returning the form

Fail: . to deliver an Annual Return on time is a criminal offence and may result in the prosecution of your company and its officers or the company being struck off the register. This applies to all companies, even those which have not been rading.

Company no longer required?

the company is not trading and is no longer required, let us know by telephoning 0870 3333636.

The fee

The fee for the Annual Return is £15. Please send a cheque made payable to Companies House with your completed Annual Return.



de annerive

THE ANNUAL RETURN FORM 363s

JSING THE SPACE PROVIDED ALONGSIDE PRE-PRINTED NFORMATION. YOU CAN USE THIS FORM TO:

Change or correct the registered office address of the company:

Notify or change the address where the company's register of members is kept (if applicable):

Notify or change the address where the company's register of debenture holders is kept;

Change or add to the pre-printed list of principal business activities;

Change or correct any pre-printed information about the company's existing directors and secretaries:

Change or correct any pre-printed information about existing shareholders (if applicable).

?EMEMBER

Make sure all the pre-printed addresses and the names of the company's secretary and director(s) are given in full and, where pre-printed, that the dates of birth are correct; if you have told Companies House of any changes since the date of the covering letter, rease repeat this information in the appropriate space provided.

YOU CANNOT USE THIS FORM TO TELL COMPANIES HOUSE ABOUT:

The appointment of any new company officers. You must use form 288a; The allotment of new shares. You must use form 88(2); An increase in total nominal share capital. You must use form 123.

?EMEMBER:

Make sure that the aggregate issued nominal capital in section 3 is completed correctly (if applicable);

Companies House holds the public records of more than a million companies. It provides a range of services to make it easier for you to access information and file documents.

Cr transes House can be found at:

CARDIFF

Crown Way, Cardiff CF14 9UZ

LONDON

21 Bloomsbury Street, London WC1B 3XD EDINBURGH

37 Castle Terrace, Edinburgh EH1 2E8

Central Enquiries and Information Including Products and Services please call 0870 3333636

or visit our web site at www.companieshouse.gov.uk

Switchboard 029 2038 8588



Companies House

-- for the record -Company Name

THE SAGE GROUP PLC.

- > Please check the details printed in blue on this statement.
- > If any details are wrong, strike them through and write the correct details in the "Amended details" column.
- > Please use black pen and write in capitals.

363s Annual Return

Company Type **Public Limited Company**

Company Number 2231245 Information extracted from Companies House records on 21st February 2004

Section 1: Company details

Hel: 2231246/09/28	Current details	Amended details
Registered Office dress If any of the details are wrong, strike them through and fill in the correct details in the "Amended details" column.	Sage House Benton Park Road Newcastle Upon Tyne NE7 7LZ	UK Postcode
> Register of Members If any of the details are wrong, strike them through and fill in the correct details in the "Amended details" column.	Address where the Register is held At Registered Office	Address UK Postcode
> Register of Debenture Holders If any of the details are ang, strike them through and till in the correct details in the "Amended details" column.	Not Applicable	UK Postcode
> Principal Business Activities If any of the details are wrong, strike them through and fill in the correct details in the "Amended details" column.	SIC Code Description 7415 Holding companies incl head offices	SIC CODE Description
Please enter additional principal activity code(s) in "Amended details" column. See notes for guidance for list of activity codes.		

company Number - 2231246

Section 2: Details of Officers of the Company

	Current details	Amended details
Company Socretary If any of the details for this person are wrong, strike	Name Michael John ROBINSON	Name
them through and fill in the correct details in the "Amended details" column,	Address Bowes Hall Bowes Barnard Castle County Durham DL12 9HU	Tick this box if this address is a service address for the beneficiary of a Confidentiality Order granted under section 723E of the Companies Act 1985. Address
Particulars of a new Company Secretary must be notilied on form 288a.		UK Postcode Date of change _ / / Date Michael John ROBINSON ceased to be secretary (If applicable)
Director If any of the details for this person are wrong, strike them through and fill in the correct details in the "Amended details" column.	Name Guy Serge BERRUYER Address 30 Rue Louis Pasteur Boulogne 92100 France	Tick this box if this address is a service address for the beneficiary of a Confidentiality Order granted under section 723B of the Companies Act 1985. Address
Fticulars of a new Director must be notified on form 288a.	Date of birth 12/08/1951 Nationality French Occupation Chief Executive Sage France Sa	UK Postcode Date of birth Nationality Occupation Date of change / / Date Guy Serge BERRUYER ceased to be director (if applicable)

ompany Number - 2231246	Section 2: Details of Officers of the Courrent details	ompany (continued) Amended details
Director If any of the details for this	Name Lindsay Claude Neils BURY	¹ Name
person are wrong, strike them through and fill in the correct details in the "Amended details" column.	Address Millichope Park Munslow Craven Arms Shropshire SY7 9HA	Tick this box if this address is a service address for the beneficiary of a Confidentiality Order granted under section 7238 of the Companies Act 1985. Address
	Date of birth 13/02/1939 Nationality British	UK Postcode
Particulars of a new Director must be notified on form 288a.	Occupation Director	Date of birth// Nationality Occupation
		Date of change / / Date Lindsay Claude Neils BURY ceased to be director (if applicable)
Director If any of the details for this person are wrong, strike them through and fill in tho correct details in the "Amended details" column.	Name Dr Charles John CONSTABLE Address 20 Kimbolton Road Bedford MK40 2NR	Tick this box if this address is a service address for the beneficiary of a Confidentiality Order granted under section 7238 of the Companies Act 1985. Address
Particulars of a new Director must be notified on form 288a.	Date of birth 20/01/1938 Nationality British Occupation Director	UK Postcode Date of birth Nationality Occupation Date of change _ / _ / / Date Dr Charles John CONSTABLE ceased to be director (if applicable)

Company Number - 2231246	Section 2: Details of Officers of the Com Current details	pany (continued) Amended details
> Director If any of the details for this	Name Paul Scott HARRISON	Name
person are wrong, strike them through and fill in the correct details in the "Amended details" column.	Address 8 Otterburn Terrace Newcastle Upon Tyne Tyne & Wear NE2 3AP	Tick this box if this address is a service address for the beneficiary of a Confidentiality Order granted under section 7238 of the Companies Act 1985. Address
	Date of birth 24/06/1964	
Particulars of a new Director must be notified on form	Nationality British Occupation Chartered Accountant	UK Postcode
268a.		Date of change / / Date Paul Scott HARRISON ceased to be director (if applicable)
Dinaha	Name	Name
Director If any of the details for this person are wrong, strike them through and fill in the correct details in the "Amended details" column,	Name Kevin Clyde HOWE Address 5618 Harbour Town Dallas Texas 75287 United States Of America	Tick this box if this address is a service address for the beneficiary of a Confidentiality Order granted under coction 723B of the Companies Act 1985.
		Address
	Date of birth 14/02/1949 Nationality Us Citizen	UK Postcode
Particulars of a new Director must be notified on form 288a.	Occupation Company President Usa	Nationality Occupation Date of change / /
		Date Kevin Clyde HOWE ceased to be director (if applicable)

Tompany Number - 2231246	Section 2: Details of Officers of the Com Current details	pany (continued) Amended details
> Director If any of the details for this person are wrong, strike them through and illi in the correct details in the "Amended details" column.	Name Timothy Charles William INGRAM MBA FCIB Address 6 Ranelagh Avenue London SW6 3PJ	Name Tick this box if this address is a service address for the beneficiary of a Confidentiality Order granted under section 7235 of the Companies Act 1985. Address
	Date of birth 18/06/1947	LIV Destroyle
Particulars of a new Director must be notified on form 288a.	Nationality British Occupation Company Director	UK Postcode
		Date Timothy Charles William INGRAM MBA FCIB ceased to be director (If applicable)
Director If any of the details for this person are wrong, strike thom through and fill in the correct details in the "Amended details" column.	Name Michael Edward Wilson JACKSON Address 2 Castello Avenue Putney London SW15 6EA	Tick this box if this address is a service address for the beneficiary of a Confidentiality Order granted under section 7238 of the Companies Act 1985. Address
Particulars of a new Director must be notified on form 288a.	Date of birth 16/03/1950 Nationality British Occupation Financial Advisor	UK Postcode Date of birth Nationality Occupation Date of change / / Date Michael Edward Wilson JACKSON ceased to be director (if applicable)

Company Number - 2231246	Section 2: Details of Officers of the Com Current details	pany (continued) Amended details
> Director	Name	Name
If any of the details for this	Paul Lancelot STOBART	
person are wrong, strike them through and fill in the	• • • • • • • • • • • • • • • • • • •	Tick this box if this address is a service
correct details in the	Address	address for the beneficiary of a
"Amended details" column.	50 Princess Mary Court	Confidentiality Order granted under section 723B
	Newcastle Upon Tyne	of the Companies Act 1985.
	Tyne & Wear	
	NE2 3BG	Address
•		
•		
	Date of birth 31/05/1957	
		UK Postcode
	Nationality British	
Particulars of a new Director	Occupation Director	Date of birth Law / Law
must be notified on form	Director	Nationality
<i>288</i> a.		Occupation
•		Date of change / /
		Date Paul Lancelot STOBART ceased
		to be director (if applicable)
> Director	Name Ronald VERNI	Name
If any of the details for this	Housid AEMMI	
person are wrong, strike		
them through and fill in the		Tick this box If this address is a service
"Amended details" column.	Address 249 Southern Hill Drive	address for the beneficiary of a
· ·	Dututh	Confidentiality Order granted under section 723B of the Companies Act 1985.
	Georgia 30097	of the Companies Act 1965.
	America	Address
	·	
	Date of birth 09/08/1948	
	Nationality American	UK Postcode
	4	Date of birth//
Particulars of a new Director must be notified on form	Occupation Chief Executive Officer	Nationality
288a.	:	Occupation
		Date of change / /
		Date Ronald VERNI ceased to be
		director (if applicable)
	l	

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is box if this address is a service a for the beneficiary of a Order granted under section 7239 ies Act 1985.
//
ton WALKER ceased to pplicable)
1

Company Number - 2231246 Section 3: Share Capital (C) Issued share capital details Class of Share Number of shares issued Please fill in the details of total share CRDINARY. 1,28C,173,412 capital by class (eg. ordinary, preference Aggregate Nominal Value of issued shares etc) that has been issued to the £12,801,734:12. company's shareholders, Class of Share Number of shares issued Aggregate Nominal Value of issued shares Class of Share 4 Number of shares issued Aggregate Nominal Value of issued shares Class of Share Number of shares issued Aggregate Nominal Value of issued shares Number of shares issued Please fill in the total > 1,280,173,412 number of issued shares and their total Aggregate Nominal Value of issued shares nominal value. £12,801.734.12 .ist of past and present members (Tick appropriate box) There were no changes during the period Please complete the A list of changes is enclosed required information on A full list of members is enclosed the attached schedules er in another format agreed by Companies

, REMEMBER:

House.

Changes to shareholder particulars or details of shares transferred to be completed each year A full list of shareholders is required with the first and every third Annual Return thereafter List shareholders in alphabetical order or provide an index List joint shareholders consecutively

The last full list of members was received on: 14/03/2003

Company Number - 2231246

Section 4: Details of New Shareholders and Transfers (A) (ii)

- > Please fill in details of any persons or corporate bodies who have become shareholders since the last annual return.
- > Please fill in details of any persons or corporate bodies that have transferred shares since the last annual return.
- > Please use Section 4B to give details of any persons or corporate bodies who have ceased to be shareholders since the last annual return or, in the case of a first return, since the incorporation of the company.
- > Please copy this page if there is not enough space to enter all the company's current shareholders.

Shareholders details	Class and number of shares or amount of stock held	Class and number of shares or amount of stock transferred	
Name DETAILS ENCLOSED.			
Acaress			
UK Postcode			
Name			
Address			
UK Postcode			
Name			,
Address			
UK Postcode			
Name			
Address			
UK Postcode			

Company Number - 2231246

Section 4B: Details of Former Shareholders

- > Please fill in details of any persons or corporate bodies who have ceased to be shareholders at the date of this return. Also, please give the dates that their shares were transferred.
- > Please copy this page if there is not enough space to enter all the company's former shareholders.

	Former shareho	lders details	Says 1.		Class and shares or stock tr	number of amount of ansferred	Date of registration	ÓΠ
Name								
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Jorgany Number - 2231246



363s Annual Return Declaration

- When you have checked all the sections of this form, please complete this page and sign the declaration below.
- If you want to change the made up date of this annual return, please complete 2 below.

	(shown at 2 below). I enci	lose the filing fee of ! —	re correct as at the made-up-date £15,
	Signature >	IM	Date 22 / <u>오</u> ૩ / <u>구오인</u>
•	What to do now Complete this page then s declaration to the address	and the whole of the	This date must not be earlier than the return date at 2 below
2.	Date of this return		
Z	This AR is made up to 14/3/2004	If you are making t please give the dat	his return up to an earlier date, e here
	:	/	/
		Note: The form must be	o delivered to CH within 28 days of this date
3.	Date of next return		
	If you wish to change your	next return to a date	e earlier than 14th March 2005

iii If you wish to change your next return to a date earlier than 14th March 2005 please give the new date here:

4. Where to send this form

Please return this form to:

Registrar of Companies Companies House Crown Way Cardiff CF14 3UZ

OR

For members of the Hays Document Exchange service

DX 33050 Cardiff

Have you enclosed the filing fee with the company number written on the reverse of the cheque?

Contact Address

You do not have to give any contact information below, but if you do, it will help Companies House to contact you if there is a query on the form. The contact information that you give will be visible to searchers of the public record.

Contact Name

Telephone number inc code

Address

THE SAGE GROLP PLC. SAGE HOUSE BENTON PARK ROAD NEWCASTLE UPON TYNE DX number if applicable

DX exchange

Postcode NE

NEAL FLZ

FILED 5/3/2004

Company No. 2231246

THE COMPANIES ACT 1985

PUBLIC COMPANY LIMITED BY SHARES

RESOLUTIONS

Of

THE SAGE GROUP PLC

(Passed on 4 March 2004)

The resolution at number 1 below was duly passed as an Ordinary Resolution and the resolution number 2 was duly passed as a Special Resolution of the Company on 4th march 2004:-

- 1. "That (a) subject to and in accordance with Article 6 of the Company's Articles of Association, the Directors be authorised to allot relevant securities up to a maximum nominal amount of £4,263,861; (b) all previous authorities under section 80 of the Companies Act 1985 shall cease to have effect and: (c) this authority shall expire at the conclusion of the next Annual General Meeting of the Company".
- 2. "That, subject to and in accordance with Article 7 of the Company's Articles of Association, the Directors be given power to allot equity securities for cash and that, for the purposes of paragraph 1(b) of Article 7, the nominal amount to which this power is limited is £639,579.".

Company Secretary

Date + 7454 2.004

PLEASE COMPLETE IN TYPESCRIPT OR IN BOLD BLACK CAPITALS

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	Patu	rn of Allotment of Sha
CHFP083	Netu	III of Another of Dir
Company Number	2231246	
Company name in full	The Sage Group pic	
Shares allotted (including bonu	s shares):	
Date or period during which shares were allotted (If shares were allotted on one date enter that date in the "from" box.)	From Day Month Year 04 02 2 0 0 4	To Day Month Year
Class of shares (ordinary or preference etc) Number allotted	Ordinary 142,880	
Nominal value of each share	1p	
Amount (if any) paid or due on each share (including any share premium)	£1.148	
List the names and addresses of t	ne allottees and the number of shares allott	ed to each overleaf
If the allotted shares are fully or	partly paid up otherwise than in cash p	olease state:
% that each share is to be treated as paid up		
Consideration for which the shares were allotted (This information must be supported by the duly stamped contract or by the duly stamped particulars on Form 88(3) if the contract is not in writing.)		

Companies house receipt date barcode

This form has been provided free of charge by Companies House.

Companies House, Crown Way, Cardiff CF14 3UZ For companies registered in England and Wales

Companies House, 37 Castle Terrace, Edinburgh EH1 2EB For companies registered in Scotland

DX235 Edinburgh

DX 33050 Cardiff

Names and addresses of the allottees (List joint share allotments consecutively)

Share	eholder details		Shares and share	class allot
Name L. see attached schedule			Class of shares	Numb
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se give the name, address,	LLOYDS TSB REGISTRARS	THE	CAUSEWAY	
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nct if there is any query.				
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NE 47 BEE	HEXHAM	HAYDON BRIDGE	2930 19 LANGLEY GARDONS	TALLANTYPE	DARRYL CHARLES ASA TAL	IMR CAR
NE33IE		NEWCASTLE UPDN TYTE	2930 13 TROMBRIDGE WAY	PATTISON	SJSAN DENISE PAT	MAS SUS
ME3 ZYB	NEWCASTLE UPON TYNE	KINGSTONPARK	1460/22 PINEWOOD CLOSE	OLDFIELD	ELIZABETH KNINE OLD	MRS ELIZ
MES IOR		NEWCASTLE UPON TYRE	4400 4 ABBEY DRIVE	JLD	COLIN DAM WROLING	MR COL
OH1 20L		DURHAM	146902 HUNTINGDONSHIPE DRIVE	MILNIHORP	CHRISTOPHERIAN	12 12 13 13 13 13 13 13 13 13 13 13 13 13 13
TS260PP		HARTLEPOOL	3520 10 BANKSTON CLOSE	ON	MASON	MRS LSA
NE39 2DN	HOWLANDS GILL	HIGH SPEN	2930 57 SPENBURN	CH	MAACH	MAS JAME
NE25 BBJ		WHITLEY BAY	5870 30 ST. GEORGES CHESCENT	2	STUART LESLIE LYNN	TILS SUL
NE9 6JS		GATESHEAD	3520 8 GLENEAGLES ROAD	its .	MCHAEL REVIN LOWES	MA MC
Zrs eho		CHESTERLESTREET	2930 31 HERWITAGE PARK	E.	REN LIDDELI	MH DARREN
NE3 3UB	NEWCASTLE UPON TYNE	GOSFORTH	5870 41 BAHOUSWOOD	8	R LETTS	THE GUY R
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HE108YH		GATESHEAD	2530 52 FCILINGSBY DRIVE	OV/	STEPHEN HOBERT KISZOVI	MR STE
NE9 SUJ		GATESHEAD	4700 90 BEVERLEY ROAD	JERHARD		MS CLAIRE
NE3124L	HEBBURN	LUKES LANE ESTATE	5870 1 1 SCARBOHOUGH PARADE	85	НОВЕК	MARK MARK
NE259JA		WHITLEY BAY	1760 (ST. MIDHEWS CLOSE	HENLERSON	JILL NIAFILE HEN	MISS JILL
NE4250G		PRUDHOE	2640 COCKSHOTT DEAN	HARFISON	CHRISTOPHER MICHAEL HAR	WR CHR
NES 27B		NEWCASTLE UPON TYNE	580 % SILLOTH AVENUE	NEN	PETER DAYID PHLIP HANNEN	II3a BM
NE26 1FJJ		WIHJILEY BAY	2590 S BHIAR AVENUE		HALL N	I'IHS LIBEHA
NE23 TTA		CRAMLINGTON	1760 TELEY CLOSE	HALDANE	CLAIRE LOUISE HALL	WIS CLA
NE3 IDE		NEWCASTLE UPON TYNE	2938 72 WOCDBINE ROAD	GOULDING		
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NE34 USW	SOUTH SHIELDS	66 SUNDERLANDROAD	2930 REDLANCS		JCHN HAYMOND DINGU	MR JCH
NE		m	1460 4 SOUTHLANDS	DAVISON	JULIE ELAIXE DAW	MRS JULI
NE62 5BT	CHCPPINGTON	STAKEFORD	1170 BLEANDER COURT	S)		
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PLEASE COMPLETE IN TYPESCRIPT OR IN BOLD BLACK CAPITALS

charge by Companies House.

Edinburgh

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HFPO83		Net	urn of Anoti	dictit of Sha
ompany Number	2231246			
ompany name in full	The Sage Group plc			· · · · · · · · · · · · · · · · · · ·
•				
Shares allotted (including bonus	s shares):			
Pate or period during which	From		То	
hares were allotted	Day Month	Year	Day Month	Vana
If shares were allotted on one date on the that date in the "from" box.)		0 0 4	Day Month	Year
	Ordinary			
Class of shares ordinary or preference etc)				
lumber allotted	4,090			
	1p			
Nominal value of each share	'P			
Amount (if any) paid or due on each	114.80p			
itiare (Including any sharo premium)				·
ist the names and addresses of th	ne allottees and the numb	er of shares allo	otted to each ov	verleaf
f the allotted shares are fully or	partly paid up otherwis	se than in cash	please state:	
6 that each share is to be				
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Consideration for which he shares were allotted				
This information must be supported by the duly stamped contract or by the duly			,	
tamped particulars on Form 88(3) if the ontract is not in writing.)				
	When you have cor the Registrar of Co		gned the form	send it to
Companies house receipt date barcods	Compenies House, Cro	wn Way, Cardiff C		33050 Cardiff
This form has been provided free of	Companies House, 37 (Castle Terrace, Ed	ilnburgh EH1 2EL	5 DX235

For companies registered in Scotland

Tel: 01903 833415

Names and addresses of the allottees (List joint share allotments consecutively)

Shareholder details Shares and share			
Name Ms Beverley Meader		Class of shares allotted	Numb allotte
Address 142 Markfield		Ordinary	1170
Courtfield Lane		1	
Croydon UK Postcod	ellClRLOL9LHLQ	l	
Name Mr Christopher Murray		Class of shares allotted	Numb allotte
Address 62 Leyburn Close		Ordinary	1460
Ouston			I .
Chester Le Street UK Post	code _D H_ 2 _1 T_ E		
Name Mr Edward Tully		Class of shares allotted	Numb allotte
Address 22 Annitsford Drive		Ordinary	1460
Fordley			1
Dudley UK Post	code L I_N Ei_ 2i_ 3i_ 7 Ai_ Pi_		. 1
Name		Class of shares allotted	Numbe silotted
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PLEASE COMPLETE IN TYPESCRIPT OR IN BOLD BLACK CAPITALS

This form has been provided free of

charge by Compenies House.



DX235

Edinburgh

		Return of Allotment of Sh
CHFPO83		Return of Anothrent of St
Company Number	2231246	
Company name in full	The Sage Group plc	
Shares allotted (including bonu	s shares):	
Date or period during which	From	То
shares were allotted	Day Month Year	Day Month Year
(If shares were alletted on one date enter that date in the "from" box.)	1 1 0 3 2 0 0 4	
Class of shares (ordinary or preference etc)	Ordinary 5,870	
Number allotted	5,070	
Nominal value of each share	1p	
Amount (if any) paid or due on each share (including any share premium)	114.80p	
List the names and addresses of th	ne allottees and the number of share	es allotted to each overleaf
f the allotted shares are fully or	partly paid up otherwise than in	cash please state:
% that each share is to be reated as paid up		
Consideration for which he shares were allotted		
This information must be supported by he duly stamped contract or by the duly		
stamped particulars on Form 88(3) if the contract is not in writing.)	,	
	When you have completed at the Registrar of Companies a	nd signed the form send it to at:
Companies house receipt date barcods	Companies House, Crown Way, Ca For companies registered in England	and Wales

Companies House, 37 Castle Terrace, Edinburgh EH1 2EB

For companies registered in Scotland

Tel: 01903 833147

Names and addresses of the allottees (List joint share allotments consecutively)

Shareholder details		Shares and share	Shares and share class allotte		
Name MR JOHN CHRISTIAN F	ORD	Class of shares allotted	Numbe allotted		
Address 22 MELROSE AVENUE	BACKWORTH	Ordinary	5,870		
NEWCASTLE UPON TYNE			1		
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ned Receiver / secretary / administrator / administrator / administrator / administrator /		22 c3 20c4 . Please dele	te as appropriate		
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PLEASE COMPLETE IN TYPESCRIPT OR IN **BOLD BLACK CAPITALS**



CHFPO83	Return of Allotment of
Company Number	2231246
Company name in full	The Sage Group plc
Shares allotted (including bonus	s shares):
Date or period during which shares were allotted (It shares were allotted on one date enter that date in the "from" box.)	From To Day Month Year Day Month Year
Class of shares (ordinary or preference etc) Number allotted	Ordinary
Nominal value of each share	1p
Amount (If any) paid or due on each charo (including any charo promium)	
List the names and addresses of th	ne allottees and the number of shares allotted to each overleaf
If the allotted shares are fully or	partly paid up otherwise than in cash please state:
% that each share is to be treated as paid up	
Consideration for which the shares were allotted (This information must be supported by the duly stamped contract or by the duly stamped particulars on Form 88(3) If the contract is not in writing.)	
	When you have completed and signed the form send it to

Companies house receipt date barcode

This form has been provided free of charge by Companies House.

Companies House, Crown Way, Cardiff CF14 3UZ

DX 33050 Can

For companies registered in England and Wales

the Registrar of Companies at:

Companies House, 37 Castle Terrace, Edinburgh EH1 2EB For companies registered in Scotland

DX2 Edinbur

Names and addresses of the allottees (List joint share allotments consecutively)

Shareh	older details		Shares and share class all	
Name -HSBC Global Custody No	minee UK Limited		Class of shares allotted	Number allotted
Address Mariner House			Ordinary	429,399
Pepys Street				
London Part Id BHOI UK Postcode	L E_ C_ 3_ N_ 4_ D_ A			
Name		······································	Class of shares	Number allotted
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Address			TOTAL	429,399
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CHFPO83		Retu	rn of Allotment of Sh
Company Number	2231246		
Company name in full	The Sage Group plc		
Shares allotted (including bo	onus shares);		
Date or period during which shares were allotted (If shares were allotted on one date enter that date in the "from" box.)	Fro Day Month 29 03	•	To  Day Month Year
Class of shares (ordinary or preference etc) Number allotted	Ordinary	Ordinary 15,000	
Nominal value of each share	1p	1p	
Amount (if any) paid or due on ea share (including any share premium)	ch 81.10p	136.00p	
List the names and addresses o	·		:
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Companies house receipt date barcode

This form has been provided free of charge by Companies House.

the Registrar of Companies at:

Companies House, Crown Way, Cardiff CP14 3UZ For companies registered in England and Wales

DX 33050 Cardiff

Companies House, 37 Castle Terrace, Edinburgh EH1 2EB For companies registered in Scotland

DX235 Edinburgh

## Names and addresses of the allottees (List joint share allotments consecutively)

	Share	holder details	Shares and share	e class allot
Name	HSBC Global Custody Part ID: BHC	Nominees UK Limited 01/Desig: 909780	Class of shares allotted	Numbe allotted
Address	Mariner House		Ordinary	25,000
l	Pepys Street London			[
	LIK Poetr	code EC3N 4DA		<u>L</u>
Name			Class of shares allotted	Numbi allotter
Address				
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## UPDATE TO ANNEX C

	Date	Press Information Title
1.	3-04-04	Annual General Meeting Statement
2.	3-09-04	Sage completes acquisition of North American business management software vendor ACCPAC
3.	3-24-04	Notification of interim results date and period-end trading update
4.	3-31-04	Additional Listing

# ADYFHIII



The Sage Group plc

At the Annual General Meeting of The Sage Croup plo

held today, 4th March 2004,

the following levels of proxy appointments and associated voting instructions were received prior to the meeting.

All the resolutions were carried unanimously on a show of hands.

Resolution	For	Against	Chairman's Discretion	Abstain
1 Receive Accounts	751,837,667	5,041,335	3,794,500	15,251,636
2 Approve Dividend Re-elect Chairman	771,967,060 731,729,843		3,783,356 3,789,782	166,9353 22,812,654
4 Re-elect P A Walker Re-elect P S Harrison	756,277,889 766,232,531	2,911,329 2,669,475	5	9,813,9375 3,229,486
6 Re-elect P L Stobart	756,284,473	2,905,656	6,921,072	9,813,937
7 Re-appoint Auditors Approve Remuneration Reports Section 80 Author	669,093,932	67,632,432	3,836,632	35,262,142
10 Section 89 Authority	771.566.713	360,499	3,831,001	166,935

END

Sage Grp.(SGE) Name	Symbol	Market	Туре	<u>C</u> ilk I <b>SIN</b>
Sage Grp.	LSE:SGE	London Stock Exchange	Equity	GB0008021650
£10 flat fee for UK tr	ades. Ample, Cli	<u>k hare.</u>		
<b>→</b> -5.0	-2.7%	80.5 180.25 180.5 18	5.5 17 <b>9</b> .0	185.5 5.491,373

Sector Turnover (m) Profit (m) EPS - Basic PE ratio Mkt C Software & Computer Services 560.345 151.037 8.16 22.12 230



# Want to capitalize on the dollar

### 9 March 2004

Sage completes acquisition of North American business management software vendor ACCPAC

Further to its announcement of 23 December 2003, The Sage Group plc yesterday completed its acquisition of ACCPAC International Inc. ("ACCPAC"), all necessary conditions of the transaction having now been met.

ACCPAC is a vendor of a suite of business management solutions including accounting and customer relationship management software for small and medium-sized businesses.

## Enquiries:

The Sage Group plc 0191 294 3000

Tulchan 020 7353 4200

Paul Walker, Chief Executive

Julie FosterPaul Harrison, Finance Director

## Notes to editors:

The Sage Group plc is a leading international supplier of accounting and business management software solutions and related products and services for small to medium-sized enterprises. Formed in 1981, Sage was floated on the London stock Exchange in 1989 and the Group now employs over 7,500 people worldwide.

END

# Profit potential in rising and falling markets

Sage Grp (SGE) Name Clic

Symbol

Market

Type

ISIN

Sage Grp.

LSE:SGE

London Stock Exchange

Equity

GB0008021650

£10 flat fee for UK trades. Ample. Click here.

Sector

Turnover (m)

Profit (m)

EPS - Basic

PE ratio

Mkt C

Software & Computer Services

560.345

151.037

8.16

22.12

230



ADYFHII



Investment ( Tuesday, 11t

Wednesday 24 March 2004

The Sage Group plc

Notification of interim results date and period-end trading update.

The Sage Group plc ("Sage") will be announcing its interim results for the six months to 31 March 2004 on Tuesday 11 May 2004.

Sage will announce a period-end trading update for the six months to 31 March 2004 on Thursday 15 April 2004.

END



Sage Grp.(SGE Name Sage Grp. £10 flat fee for UK		Market London Stock Exchange			ISIN GB000802	Clic 1650	
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	04/02/04	16:35	UKREG	Holding(s) in Company		04/06/03		FBB	Good days not far av
	30/01/04	16:08	UKREG	Annual Report and Accounts 2003		16/05/03 15/06/03	15:00	FBB FBB	100p – Only debate / SAGE a "BUY"
	29/01/04	16:08	UKREG	Holding(a) in Company		19/12/02	18:19	PBB	SAGE next years Ch
						06/12/02	23:09	FBB	Sage cooking the boo





Investment ( Tuesday, 11t

I Old Monitor I Quote | Alerts | Trades | Level 2 | News | FOREX | Fundamentals Charts Intraday Streamed Data Toplists | Portfolio | Mobile Upgrade Directory Chat O | IS New tools | Moniton | Funds | Warrants | Futures&Options | Crest | Events | Reports | Brochures | Se

RNS Number: 1702X Sage Group PLC 31 March 2004

Sage Group plc ("the Company")

Application has been made to the London Stock Exchange and to the UK Listing Authority for the Block Listing of 1,000,000 Ordinary shares of up each fully paid, ranking pari passu with the existing Ordinary shares, to the Official List.

These shares will be issued to satisfy share options exercised under the The Sage Plan D'Epargne Enterprise.

> This information is provided by RNS The company news service from the London Stock Exchange

END

LISOKOKKOBKOCNN



Sage Grp.(SGE)

Clic

Name

Symbol

Market

Type

ISIN

Sage Grp.

LSE:SGE

London Stock Exchange

180.5

GB0008021650 Equity

£10 flat fee for UK trades. Ample. Click here.

-5.25

-2.8%

180.25

180.0

185.5

179.0

185.5

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Sector

Turnover (m)

Profit (m)

EPS - Basic

PE ratio

Mkt C

Saftware & Computer Services

151.037

8.16

22.089

560.345

230

198

180.05

6/4/04

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**GBX** 



## Recent News

Source Headline Date Time 31/03/04 14:10 **UKREG** Additional Listing 25/03/04 07:02 UKREG Notice of Results UKREG 09/03/04 14:19 **Acquisition** 

## Recent BB Discussio

Date Time Source Headline CAN SAGE make LL 06/04/04 09:34 FAR stock 17/12/03 11:28 FBB SAGE SELLISELL!! 10/08/03 23:12. FBB Imitating news